

P00000094294



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 854198 4309914

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Pruitt

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 OCT -5 PM 3:55

ORDER DATE : October 5, 2000

ORDER TIME : 12:39 PM

ORDER NO. : 854198-005

CUSTOMER NO: 4309914

CUSTOMER: Olga M. Bradham, Legal Asst
Fowler White Burnett Hurley
Banick & Strickroot
International Place, 17th Fl
100 Southeast 2nd Street
Miami, FL 33131-1101

900003415719--9

DOMESTIC FILING

NAME: SALZMAN & WOOD INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom - EXT. 1104

EXAMINER'S INITIALS:

RECEIVED
00 OCT -5 PM 2:27
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

8/10/00

ARTICLES OF INCORPORATION

OF

SALZMAN & WOOD INC.

a Florida corporation

ARTICLE I

Name

The name of the corporation is **SALZMAN & WOOD INC., a Florida corporation.**

ARTICLE II

Duration

This corporation shall have a perpetual existence, unless dissolved according to law, commencing upon the filing of these Articles of Incorporation with the Florida Division of Corporation of the Department of State.

ARTICLE III

Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

Capital Stock

This corporation is authorized to issue ONE HUNDRED (100) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: Bank of America Tower, Seventeenth Floor, 100 Southeast Second Street, Miami, Florida 33131, and the name of the initial registered agent of this corporation at that address is: Richard A. Wood, Esquire.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 OCT -5 PM 3:55

ARTICLE VI

Initial Board of Directors

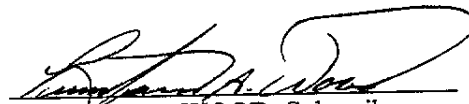
This corporation shall initially have two (2) directors. The number of directors may be either increased or diminished from time to time by the By-laws, but shall never be less than ONE (1). The names and addresses of the initial director of the corporation is: GARY SALZMAN, c/o Fowler, White, Burnett, Hurley, Banick & Strickroot, P.A., Bank of America Tower, Seventeenth Floor, 100 Southeast Second Street, Miami, Florida 33131 and WILLIAM L. WOOD, c/o Fowler, White, Burnett, Hurley, Banick & Strickroot, P.A., Bank of America Tower, Seventeenth Floor, 100 Southeast Second Street, Miami, Florida 33131.

ARTICLE VII

Incorporator

The name and address of the person signing these Articles is: RICHARD A. WOOD, Esquire, Bank of America Tower, Seventeenth Floor, 100 Southeast Second Street, Miami, Florida 33131.

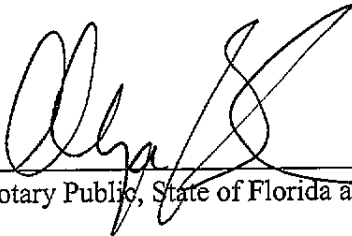
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 4th day of October, 2000.


RICHARD A. WOOD, Subscriber

STATE OF FLORIDA)
)ss
COUNTY OF MIAMI-DADE)

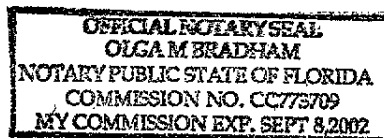
BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared **RICHARD A. WOOD, ESQUIRE** known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 4th day of October, 2000.



Notary Public, State of Florida at Large

My Commission Expires:



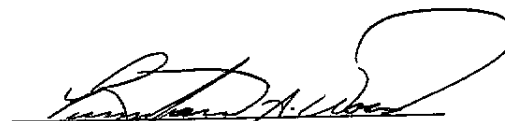
**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 OCT -5 PM 3:55

SALZMAN & WOOD INC.
a Florida corporation

In pursuance of Section 607.034, Florida Statutes, the following is submitted, in compliance with said Act:

First--that **SALZMAN & WOOD INC., a Florida corporation**, desiring to organize under the laws of the State of Florida with its principal office at: c/o Fowler, White, Burnett, Hurley, Banick & Strickroot, P.A., Bank of America Tower, Seventeenth Floor, 100 Southeast Second Street, Miami, Florida 33131, has named Richard A. Wood, Esquire, located at Bank of America Tower, Seventeenth Floor, 100 Southeast Second Street, Miami, Florida 33131, as its agent to accept service of process within this state. Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


RICHARD A. WOOD